

*Richard Caton*, and the residue to the children and grandchildren of *C. Carroll*, whose daughter was the wife of *Caton*.

*Gibson*, on the 20th of May, 1815, conveyed his interest to *Addison Ridout* and *Joseph Jubere* in trust for *Gibson* and wife during their lives and the life of the survivor; and after the determination of those estates, to the use of the other complainants in the bill mentioned. *John Gibson* and wife are dead, the former died in 1819, the latter in 1822, by which the beneficial interest in the premises became vested in the complainants as disclosed by the bill.

By an act of the General Assembly of Maryland, passed in the year 1818, the company was incorporated by the name of *The Cape Sable Company*. As so large a portion of the stock of this company was owned by *Caton*, and his connexions, lest the affairs of the corporation should be completely in their power, and all the property subject to their control, and to their disposal, the act directs the manner in which the affairs of the company shall be conducted; to wit: by a president, two directors, and an agent. It vests in the corporation the power 'to sell and dispose of their property, to mortgage the same or any part thereof with the consent of three-fourths of the stockholders, holding three-fourths of the shares, for securing of any loan or debt.' The act of incorporation authorizes the company to make by-laws, &c.; but, lest the funds of the company should, by a majority, be applied to other objects than those in view, at the passage of the law, it provides, that 'the company shall engage in no other manufacture, except that of alum and copperas, without the consent in writing of three-fourths of the stockholders, holding three-fourths of the shares.' (b)

On the 6th of August, 1822, *Addison Ridout*, *Joseph Jubere*, and the other complainants in this cause, the persons beneficially entitled to the property under the deed of trust from *John Gibson*, filed a bill in this court against *The Cape Sable Company*, *Charles Carroll*, *Richard Caton*, *Alexander Mitchell* and *William McMechen*, for an account of the profits of the company, and for the payment of what might appear due to them. This bill and the exhibits filed therewith are parts of the present bill. To that bill no answer has yet been made.

On the 29th of November, 1822, *Richard Caton*, one of the defendants to the first bill, and called on by it to give an account